

CASE NAME: CIRCUIT CITY STORES, INC., ET AL.

ACCRUAL BASIS

CASE NUMBER: 08-35653

JUDGE: KEVIN R. HUENNEKENS

UNITED STATES BANKRUPTCY COURT

EASTERN DISTRICT OF VIRGINIA

RICHMOND DIVISION

MONTHLY OPERATING REPORT

MONTH ENDING: JANUARY 1, 2009 TO JANUARY 31, 2009

IN ACCORDANCE WITH TITLE 28, SECTION 1746, OF THE UNITED STATES CODE, I DECLARE UNDER PENALTY OF PERJURY THAT I HAVE EXAMINED THE FOLLOWING MONTHLY OPERATING REPORT (ACCRUAL BASIS-1 THROUGH ACCRUAL BASIS-7) AND THE ACCOMPANYING ATTACHMENTS AND, TO THE BEST OF MY KNOWLEDGE, THESE DOCUMENTS ARE TRUE, CORRECT AND COMPLETE. DECLARATION OF THE PREPARER (OTHER THAN RESPONSIBLE PARTY): IS BASED ON ALL INFORMATION OF WHICH PREPARER HAS ANY KNOWLEDGE.

RESPONSIBLE PARTY:

/s/ MICHELLE O. MOSIER
ORIGINAL SIGNATURE OF RESPONSIBLE PARTY

VICE PRESIDENT AND CONTROLLER
TITLE

MICHELLE O. MOSIER
PRINTED NAME OF RESPONSIBLE PARTY

MARCH 13, 2009
DATE

PREPARER:

/s/ ANN P. PIETRANTONI
ORIGINAL SIGNATURE OF PREPARER

DIRECTOR, FINANCIAL REPORTING
TITLE

ANN P. PIETRANTONI
PRINTED NAME OF PREPARER

MARCH 13, 2009
DATE

CASE NAME: CIRCUIT CITY STORES, INC., ET AL.
CASE NUMBER: 08-35653

ACCRUAL BASIS-1

BALANCE SHEET

(amounts in thousands)

	1/31/2009
ASSETS	
CURRENT ASSETS	
Cash and cash equivalents	31,310
Short-term investments	713
Accounts receivable, net	540,437
Merchandise inventory	784,761
Deferred income taxes, net of valuation allowance	24,311
Income tax receivable	86,466
Prepaid expenses and other current assets	66,329
Intercompany receivables and investments in subsidiaries	523,664
TOTAL CURRENT ASSETS	2,057,991
Property and equipment	1,935,735
Accumulated depreciation	(1,397,839)
Net property and equipment	537,896
Other assets	139,216
TOTAL ASSETS	2,735,103
LIABILITIES AND STOCKHOLDERS' EQUITY	
CURRENT LIABILITIES	
Merchandise payable	19,959
Expenses payable	80,298
Accrued expenses and other current liabilities	125,925
Accrued compensation	22,508
Intercompany payables	10,607
Accrued income taxes	1,429
Short-term debt	164,039
TOTAL CURRENT LIABILITIES	424,765
Deferred rent credits	133,702
Deferred income taxes, net of valuation allowance	23,252
Other liabilities	27,963
LIABILITIES NOT SUBJECT TO COMPROMISE	609,682
LIABILITIES SUBJECT TO COMPROMISE	1,068,519
TOTAL LIABILITIES	1,678,201
STOCKHOLDERS' EQUITY	
Common stock	435,612
Additional paid-in capital	304,885
Retained earnings	286,843
Accumulated other comprehensive income	29,562
TOTAL STOCKHOLDERS' EQUITY	1,056,902
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	2,735,103

CASE NAME: CIRCUIT CITY STORES, INC., ET AL.
CASE NUMBER: 08-35653

ACCRUAL BASIS-2

INCOME STATEMENT

<i>(Amounts in thousands)</i>	1/1/2009 - 1/31/2009
Net sales	682,740
Cost of sales, buying and warehousing	<u>503,859</u>
Gross profit	178,881
Selling, general and administrative expenses	68,751
Asset impairment charges (1)	<u>12,050</u>
Operating income	98,080
Interest expense	<u>527</u>
Earnings before reorganization items and income taxes	97,553
Reorganization items, net	(3,664)
GAAP Reversals (2)	287,902
Income tax benefit	<u>(687)</u>
Net earnings	<u><u>382,478</u></u>

(1) The company recorded a non-cash impairment charge of \$12.1 million during January 2009. The charge was primarily related to long-lived assets at the company's stores.

(2) During January 2009, the company reversed items that had been recorded solely for purposes of complying with generally accepted accounting principles. Liabilities reversed include accrued straight-line rent, certain liabilities subject to compromise and other reserves established under GAAP. The net impact of these GAAP reversals was a non-cash gain of \$287.9 million.

CASE NAME: CIRCUIT CITY STORES, INC., ET AL.	ACCRUAL BASIS-2
CASE NUMBER: 08-35653	

INCOME STATEMENT

(Amounts in thousands)

	11/10/2008 - 1/31/2009
Net sales	2,459,592
Cost of sales, buying and warehousing	2,002,795
Gross profit	456,797
Selling, general and administrative expenses	444,855
Asset impairment charges (1)	334,559
Operating loss	(322,617)
Interest income	79
Interest expense	23,869
Loss before reorganization items and income taxes	(346,407)
Reorganization items, net	4,907
GAAP Reversals (2)	287,902
Income tax benefit	(1,350)
Net loss	(52,248)

(1) The company recorded a non-cash impairment charge of \$334.6 million during the period between 11/10/2008 and 1/31/2009. The charge was primarily related to long-lived assets at the company's stores.

(2) During January 2009, the company reversed items that had been recorded solely for purposes of complying with generally accepted accounting principles. Items reversed include accrued straight-line rent, certain liabilities subject to compromise and other reserves established under GAAP. The net impact of these GAAP reversals was a non-cash gain of \$287.9 million.

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CASE NUMBER: 08-35653

ACCRUAL BASIS-3

**CASH RECEIPTS AND
DISBURSEMENTS**

(amounts in thousands)

	1/1/2009 - 1/31/2009
Operating Activities:	
Net income	\$ 382,478
Adjustments to reconcile net income to net cash provided by operating activities:	
Net loss from reorganization items	3,664
Net gain from GAAP reversals	(287,902)
Depreciation expense	8,700
Asset impairment charges	12,050
Other	(442)
Changes in operating assets and liabilities:	
Accounts receivable, net	(150,511)
Merchandise inventory	365,548
Prepaid inventory	109,077
Prepaid expenses & other current assets	32,459
Other assets	141
Merchandise payable	(24,813)
Expenses payable	(66,563)
Accrued expenses, other current liabilities and accrued income taxes	(103,919)
Intercompany receivables	(1,418)
Other long-term liabilities	(29,331)
Net cash provided by operating activities before reorganization items	249,218
Cash effect of reorganization items	(2,674)
Net cash provided by operating activities	246,544
Investing Activities:	
Purchases of property and equipment	(71)
Net cash used in investing activities	(71)
Financing Activities:	
Proceeds from DIP borrowings	553,711
Principal payments on DIP borrowings	(764,996)
Principal payments on long-term debt	(368)
Change in overdraft balances	(33,533)
Net cash used in financing activities	(245,186)
Increase in cash and cash equivalents	1,287
Cash and cash equivalents at beginning of period	30,023
Cash and cash equivalents at end of period	\$ 31,310

CASE NAME: CIRCUIT CITY STORES, INC., ET AL.
CASE NUMBER: 08-35653

ACCRUAL BASIS-3

CASH RECEIPTS AND DISBURSEMENTS

(amounts in thousands)

	11/10/2008 - 1/31/2009
Operating Activities:	
Net loss	\$ (52,248)
Adjustments to reconcile net loss to net cash provided by operating activities:	
Net gain from reorganization items	(4,907)
Net gain from GAAP reversals	(287,902)
Depreciation expense	26,705
Amortization expense	4
Asset impairment charges	334,559
Stock-based compensation expense	(8,477)
Gain on dispositions of property & equipment	(3,346)
Provision for deferred income taxes	6,836
Other	(500)
Changes in operating assets and liabilities:	
Accounts receivable, net	(243,531)
Merchandise inventory	822,584
Prepaid inventory	42,970
Prepaid expenses & other current assets	28,225
Other assets	(9,316)
Merchandise payable	(29,949)
Expenses payable	4,793
Accrued expenses, other current liabilities and accrued income taxes	25,505
Intercompany receivables	(1,244)
Other long-term liabilities	(69,153)
Net cash provided by operating activities before reorganization items	581,608
Cash effect of reorganization items (professional fees)	(3,678)
Net cash provided by operating activities	577,930
Investing Activities:	
Purchases of property and equipment	(729)
Proceeds from sales of property & equipment	3,369
Net cash provided by investing activities	2,640
Financing Activities:	
Proceeds from DIP borrowings	2,744,383
Principal payments on DIP borrowings	(3,310,935)
Principal payments on other short-term borrowings	(198)
Proceeds from long-term debt	401
Principal payments on long-term debt	(1,632)
Change in overdraft balances	(2,611)
Net cash used in financing activities before reorganization items	(570,592)
Cash effect of reorganization items (debt issuance costs)	(26,682)
Net cash used in financing activities	(597,274)
Decrease in cash and cash equivalents	(16,704)
Cash and cash equivalents at beginning of period	48,014
Cash and cash equivalents at end of period	\$ 31,310

CASE NUMBER: 08-35653

ACCOUNTS RECEIVABLE AGING	SCHEDULE AMOUNT	MONTH	MONTH	MONTH
		11/30/2008	12/31/2008	1/31/2009
1. 0-30		\$ 549,170,282	278,092,708	338,025,740
2. 31-60		24,661,230	73,257,954	87,304,321
3. 61-90		7,287,020	20,395,564	80,908,211
4. 91+		14,135,691	19,527,539	34,272,613
5. TOTAL ACCOUNTS RECEIVABLE		\$ 595,254,223	\$ 391,273,765	\$ 540,510,885
6. AMOUNT CONSIDERED UNCOLLECTIBLE		2,920,247	2,939,299	73,977
7. ACCOUNTS RECEIVABLE (NET)		\$ 592,333,976	\$ 388,334,466	\$ 540,436,908

AGING OF POSTPETITION TAXES AND PAYABLES			MONTH: 1/1/2009 - 1/31/2009		
TAXES PAYABLE	0-30 DAYS	31-60 DAYS	61-90 DAYS	91+ DAYS	TOTAL
1. FEDERAL	\$ 12,871,532		\$ -	\$ -	\$ 12,871,532
2. STATE	38,704,428	73,802	27,269	-	38,805,499
3. LOCAL	9,925,777	-	-	-	9,925,777
4. OTHER (SEE APPENDIX A)	7,336,654	4,336,353	2,902,278	-	14,575,285
5. TOTAL TAXES PAYABLE	\$ 68,838,391	\$ 4,410,155	\$ 2,929,547	\$ -	\$ 76,178,093
6. MERCHANDISE PAYABLE	\$ 24,036,327	\$ 4,581,018	\$ 627,998	\$ 139,092	\$ 29,384,435
EXPENSES PAYABLE	\$ 52,217,789	\$ 27,426,149	\$ 330,535	\$ -	\$ 79,974,473

STATUS OF POSTPETITION TAXES		MONTH: 1/1/2009 - 1/31/2009		
FEDERAL	BEGINNING TAX LIABILITY*	AMOUNT WITHHELD AND/ OR ACCRUED	AMOUNT PAID	ENDING TAX LIABILITY
1. WITHHOLDING**	\$ 3,401,582	\$ 8,585,950	\$ (7,292,553)	\$ 4,694,979
2. FICA-EMPLOYEE**	2,342,708	5,448,736	(4,904,729)	2,886,715
3. FICA-EMPLOYER**	3,984,237	5,523,833	(4,941,239)	4,566,831
4. UNEMPLOYMENT	230,369	718,568	(225,930)	723,007
5. INCOME	-			-
6. OTHER (ATTACH LIST)	-			-
7. TOTAL FEDERAL TAXES	\$ 9,958,896	\$ 20,277,087	\$ (17,364,451)	\$ 12,871,532
STATE AND LOCAL & OTHER				
8. WITHHOLDING	\$ 994,278	\$ 2,312,197	\$ (2,038,396)	\$ 1,268,079
9. SALES	52,454,978	45,792,611	(63,071,648)	35,175,941
10. EXCISE	-			-
11. UNEMPLOYMENT	921,316	2,442,813	(943,370)	2,420,759
12. REAL PROPERTY	-	31,620		31,620
13. PERSONAL PROPERTY	-	9,834,877	-	9,834,877
14. OTHER (SEE APPENDIX A)	9,894,017	5,744,242	(1,062,974)	14,575,285
15. TOTAL STATE & LOCAL & OTHER	\$ 64,264,589	\$ 66,158,360	\$ (67,116,388)	\$ 63,306,561
16. TOTAL TAXES	\$ 74,223,485	\$ 86,435,447	\$ (84,480,839)	\$ 76,178,093

* The beginning tax liability should represent the liability from the prior month or, if this is the first operating report, the amount should be zero.

** Attach photocopies of IRS Form 6123 or your FTD coupon and payment receipt to verify payment or deposit.

CASE NAME: CIRCUIT CITY STORES, INC., ET AL.
CASE NUMBER: 08-35653

APPENDIX A

OTHER TAXES PAYABLE

	<u>0-30 days</u>	<u>31-60 days</u>	<u>61-90 days</u>	<u>91+ days</u>	<u>Total</u>
State & Local Income Taxes	1,278,305	-	-	-	1,278,305
Franchise Taxes	935,950	-	-	-	935,950
Business Licenses and Gross Receipts Taxes	275,464	190,424	151,459	-	617,347
Other Taxes	163,113	-	-	-	163,113
Real Estate Taxes (passed through by landlord)	4,683,822	4,145,929	2,750,819	-	11,580,570
Other Taxes Payable	<u>7,336,654</u>	<u>4,336,353</u>	<u>2,902,278</u>	<u>-</u>	<u>14,575,285</u>

STATUS OF POSTPETITION TAXES - OTHER TAXES

	<u>Beginning Tax Liability</u>	<u>Amount Withheld and/or Accrued</u>	<u>Amount Paid</u>	<u>Ending Tax Liability</u>
<u>Other Taxes</u>				
State & Local Income Taxes (1) (2)	\$ 1,278,305	\$ -	\$ -	\$ 1,278,305
Franchise Taxes (1)	812,750	123,200	-	935,950
Business Licenses and Gross Receipts Taxes	518,723	602,448	(503,824)	617,347
Other Taxes	142,659	241,017	(220,563)	163,113
Real Estate Taxes (passed through by landlord)	7,141,580	4,777,577	(338,587)	11,580,570
Total Other Taxes	<u>\$ 9,894,017</u>	<u>\$ 5,744,242</u>	<u>\$ (1,062,974)</u>	<u>\$ 14,575,285</u>

(1) Income/Franchise taxes related to the fiscal year ending 2/28/09 are considered "postpetition" taxes because the ending date of the period on which the returns are based is postpetition.

(2) The company only records a provision for income taxes during the last month of its fiscal quarters. Therefore, the ending tax liability does not include an additional accrual for December or January.

CASE NAME: CIRCUIT CITY STORES, INC., ET AL.

ACCRUAL BASIS-5

CASE NUMBER: 08-35653

The debtor in possession must complete the reconciliation below for each bank account, including all general, payroll and tax accounts, as well as all savings and investment accounts, money market accounts, certificates of deposit, government obligations, etc. Accounts with restricted funds should be identified by placing an asterisk next to the account number. Attach additional sheets if necessary.

MONTH: 1/1/2009 - 1/31/2009

BANK RECONCILIATIONS				
	Account #1	Account #2	Account #3	
A. BANK:	see APPENDIX B			TOTAL
B. ACCOUNT NUMBER:				
C. PURPOSE (TYPE):				
1. BALANCE PER BANK STATEMENT				
2. ADD: TOTAL DEPOSITS NOT CREDITED				
3. SUBTRACT: OUTSTANDING CHECKS				
4. OTHER RECONCILING ITEMS				
5. MONTH END BALANCE PER BOOKS				\$ 24,866,943
6. NUMBER OF LAST CHECK WRITTEN				

INVESTMENT ACCOUNTS				
BANK, ACCOUNT NAME & NUMBER	DATE OF PURCHASE	TYPE OF INSTRUMENT	PURCHASE PRICE	CURRENT VALUE
7. Overnight repos on depository accounts	1/31/2009	repo	\$ 3,878,697	\$ 3,878,697
8.				
9.				
10.				
11. TOTAL INVESTMENTS			\$ 3,878,697	\$ 3,878,697

CASH	
12. CURRENCY ON HAND	\$ 2,564,576
13. TOTAL CASH - END OF MONTH	\$ 31,310,216

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CASE NUMBER: 08-35653

APPENDIX B

G/L Acct #	Account Name	Bank Acct #	Debtor	Description	Bank Balance	G/L Balance	As of Date	Reconciled as of 1/31/09
101003	Wachovia Circuit City Master	2055275431509	Circuit City Stores, Inc.	Funding Account	34,956	152,570	1/31/2009	Y
101003	Wachovia Circuit City Main Disbursement	2000045277427	Circuit City Stores, Inc.	Funding Account	111,614	-	1/31/2009	Y
101015	Wachovia Vendor Disbursement	2079920046733	Circuit City Stores, Inc.	Disbursement Account	-	(95,798)	1/31/2009	Y
101046	Wachovia American Express	2055302199620	Circuit City Stores, Inc.	Depository Account	-	-	1/31/2009	Y
101063	Wachovia Sublease Lockbox	2055303192189	Circuit City Stores, Inc.	Depository Account	-	-	1/31/2009	Y
101082	BOA CC WC Licensing	1257401034	Circuit City West Coast	Transfer Account	-	-	1/31/2009	Y
101089	Wachovia Fifth Third Bankcard	2055304684528	Circuit City Stores, Inc.	Depository Account	-	-	1/31/2009	Y
101092	BOA Data Mailer (Payroll)	7313200844	Circuit City West Coast	Payroll Account	-	(1,093,835)	1/31/2009	Y
101092	Payroll - Data Mailer Shadow	1233557748	Circuit City West Coast	Payroll Account	-	-	1/31/2009	Y
101095	BOA CC W.C. P/R Main Concentration	1257501029	Circuit City West Coast	Funding Account	19,202	19,202	1/31/2009	Y
101100	Suntrust Concentration	88001883706	Circuit City Stores, Inc.	Funding Account	35,685	-	1/31/2009	Y
101104	Wachovia Store Depository	2010008835100	Circuit City Stores, Inc.	Depository Account	184,705	1,264,322	1/31/2009	Y
101117	Chase Store Depository	744447244	Circuit City Stores, Inc.	Depository Account	102,886	7,695,605	1/31/2009	Y
101150	Wachovia Warranty Sales Deposits	2055303237073	Circuit City Stores, Inc.	Depository Account	-	23,541	1/31/2009	Y
101159	Wachovia Fifth Third Check Collection	2055304993099	Circuit City Stores, Inc.	Depository Account	-	-	1/31/2009	Y
101164	Regions/AmSouth Store Depository	0001933210	Circuit City Stores, Inc.	Depository Account	-	-	1/31/2009	Y
101200	Wachovia Reverse Affiliates Lockbox	2000023001107	Circuit City Stores, Inc.	Depository Account	-	(481)	1/31/2009	Y
101207	Bank of America Sky Venture	1257555447	Circuit City Stores, Inc.	Depository Account	100	100	1/31/2009	Y
101210	Wachovia Trading Circuit	2000022979133	Circuit City Stores, Inc.	Depository Account	46,734	46,734	1/31/2009	Y
101219	Wachovia Corporate Depository	2055305959993	Circuit City Stores, Inc.	Depository Account	-	93,253	1/31/2009	Y
101236	BOA Store Depository	3750979967	Circuit City Stores, Inc.	Depository Account	2,215	10,590,392	1/31/2009	Y
101245	Wachovia Direct Deposit	2000013944038	Circuit City Stores, Inc.	Payroll Account	-	754,290	1/31/2009	Y
101249	Wachovia Empire Blue Cross	2079920015191	Circuit City Stores, Inc.	Depository Account	-	-	1/31/2009	Y
101254	Wachovia Music Payables	2079900056031	Circuit City Stores, Inc.	Disbursement Account	-	(0)	1/31/2009	Y
101255	Wachovia Service Payables	2079900056044	Circuit City Stores, Inc.	Disbursement Account	-	(574,607)	1/31/2009	Y
101270	Wachovia Purchasing E/P Disbursement	2079900470992	Circuit City Stores Purchasing Co., LLC	Disbursement Account	-	(143,132)	1/31/2009	Y
101281	Wachovia Purchasing Co. Concentration	2000022979175	Circuit City Stores Purchasing Co., LLC	Funding Account	18,984	18,984	1/31/2009	Y
101307	Chase CC Empire Blue Cross	475600266	Circuit City Stores, Inc.	Depository Account	796,966	261,704	1/31/2009	Y
101320	American Savings Bank Store Depository	9331006380	Circuit City Stores, Inc.	Depository Account	36,396	98,761	1/31/2009	Y
101332	Suntrust EP Disbursement	88000606660	Circuit City Stores, Inc.	Disbursement Account	-	-	1/31/2009	Y
101345	Wells Fargo Store Depository	4121524672	Circuit City Stores, Inc.	Depository Account	126	3,659,247	1/31/2009	Y
101365	Wachovia Corporate Sales Lockbox	2000022990950	Circuit City Stores, Inc.	Depository Account	-	-	1/31/2009	Y
101385	Wachovia Sales Receivables Lockbox	2000028301048	Circuit City Stores, Inc.	Depository Account	-	-	1/31/2009	Y
101401	Banco Popular CCS PR LLC Operating	030475139	Circuit City Stores PR, LLC	Funding Account	356,919	356,919	1/31/2009	Y
101402	Banco Popular Store Depository	030475120	Circuit City Stores PR, LLC	Depository Account	-	73,255	1/31/2009	Y
101403	Banco Popular Disbursement	030475147	Circuit City Stores PR, LLC	Payroll Account	19,283	12,748	1/31/2009	Y
101450	BOA Fleet Retail Finance Collateral Acct	9392853301	Circuit City Stores, Inc.	Collateral Account	11,701,353	-	1/31/2009	Y
101453	Solutran Citizens State Bank Parago Funding Acct	737934	Circuit City Stores, Inc.	Funding Account	5,080	5,000	1/31/2009	Y
101530	Wachovia Ventoux International	2000022979528	Ventoux International	Depository Account	1,050,000	1,050,000	1/31/2009	Y
101580	Wachovia Aviation	2000035264767	Circuit City Stores, Inc.	Depository Account	10,000	10,000	1/31/2009	Y
101600	Solutran Return Checks	454248-F	Circuit City Stores, Inc.	Funding Account	106,328	256,678	1/31/2009	Y
115185	GECAF Promo	2055305818908	Circuit City Stores, Inc.	Depository Account	-	-	1/31/2009	Y
128065	Paypal Trading Circuit Account		Circuit City Stores, Inc.	Depository Account	20,795	20,795	1/31/2009	Y
130002	BOA Letter of Credit Payments	4426634580	Circuit City Stores, Inc.	Funding Account	309,616	310,698	1/31/2009	Y
	MPS Bankcard	71706916	Circuit City Stores, Inc.	Depository Account	-	-	1/31/2009	Y
	Wachovia Tourmalet Corp	2000022979858	Tourmalet Corp	Depository Account	-	-	1/31/2009	Y
					14,969,942	24,866,943		

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CASE NUMBER: 08-35653

ACCRUAL BASIS-6

MONTH: 1/1/2009 - 1/31/2009

PAYMENTS TO INSIDERS AND PROFESSIONALS

OF THE TOTAL DISBURSEMENTS SHOWN FOR THE MONTH, LIST THE AMOUNT PAID TO INSIDERS (AS DEFINED IN SECTION 101 (31) (A)-(F) OF THE U.S. BANKRUPTCY CODE) AND TO PROFESSIONALS. ALSO, FOR PAYMENTS TO INSIDERS, IDENTIFY THE TYPE OF COMPENSATION PAID (e.g. SALARY, BONUS, COMMISSIONS, INSURANCE, HOUSING ALLOWANCE, TRAVEL, CAR ALLOWANCE, ETC.). ATTACH ADDITIONAL SHEETS IF NECESSARY.

INSIDERS			
NAME	TYPE OF PAYMENT	AMOUNT PAID	TOTAL PAID TO DATE
1.			
2.			
3.			
4.			
5.			
6. TOTAL PAYMENTS TO INSIDERS (1)			

PROFESSIONALS					
NAME	DATE OF COURT ORDER AUTHORIZING PAYMENT	AMOUNT APPROVED	AMOUNT PAID	TOTAL PAID TO DATE	TOTAL INCURRED & UNPAID *
1. FTI Consulting, Inc.				\$ 500,000	\$ 2,600,127
2. Kirkland & Ellis LLP					217,471
3. KPMG LLP	1/13/2009	247,617	247,617	247,617	438,982
4. Kurtzman Carson Consultants LLC			1,792,166	2,295,842	500,000
5. McGuire Woods, LLP	1/29/2009	368,218			943,549
6. Rothschild Inc.					436,326
7. Skadden, Arps, Slate, Meagher & Flom, LLP	1/2/2009	765,937	769,815	769,815	2,300,827
8. Wilmer Hale					71,604
9. Ernst & Young LLP	1/5/2009 and 1/29/2009	439,647			721,075
10. Pachulski Stang Ziehl & Jones LLP					825,947
11. Tavenner & Beran, PLC					68,083
12. Jefferies & Company, Inc.					410,674
13. Protiviti					460,022
TOTAL PAYMENTS TO PROFESSIONALS		\$ 1,821,419	\$ 2,809,598	\$ 3,813,274	\$ 9,994,686

* INCLUDE ALL FEES INCURRED, BOTH APPROVED AND UNAPPROVED

POSTPETITION STATUS OF SECURED NOTES, LEASES PAYABLE AND ADEQUATE PROTECTION PAYMENTS

NAME OF CREDITOR	SCHEDULED MONTHLY PAYMENTS DUE	AMOUNTS PAID DURING MONTH	TOTAL UNPAID POSTPETITION
1. Leases (2)	\$ 30,078,609	\$ 3,048,467	\$ 23,452,894
2. DIP Credit Facility (3)		764,996,294	164,038,736
3. Adequate Protection Payments for Utilities - see APPENDIX C		829,292	-
4.			
5.			
6. TOTAL	\$ 30,078,609	\$ 768,874,053	\$ 187,491,630

- (1) Other than salary, fees and benefit payments made in the ordinary course of business and reimbursements for business expenses, no payments have been made to insiders during the reporting period.
- (2) The leases line item is made up of hundreds of landlords. As such, only the total amount is reported in this schedule. The unpaid balance remaining at 1/31/2009 includes rent payments due for the period from 11/10/2008 - 11/30/2008; these payments are being held pursuant to a Court order. The unpaid balance at 1/31/09 also includes payments for January rent that are made in arrears.
- (3) The amounts paid during the month under the DIP credit facility represent the amounts swept from the debtors' bank accounts to repay amounts owed under the facility.

CASE NAME: CIRCUIT CITY STORES, INC., ET AL.

APPENDIX C

CASE NUMBER: 08-35653

Provider	Payment
Alabama Power	\$ 95,190
Artesian Water Company, Inc.	100
Central Maine Power (CMP)	41,900
City of Austin, TX	8
City of Austin, TX	461
City of Brea, CA	182
City of Folsom, CA	63
City of Fort Myers, FL/340	102
City of Fort Myers, FL/340	480
City of Midland, TX	1
City of Monrovia, CA	10
City of Oxnard, CA	61
City of Pasadena, CA	50
City of Wichita Falls, TX	150
County of Henrico, VA	100
DELMARVA POWER DE/MD/VA/17000	112,900
Florida Power & Light Company (FPL)	497,000
Fort Worth Water Dept, TX	175
Jefferson Parish, LA	3
Medford Water Commission, OR	335
Memphis Light, Gas & Water Division	1
Middle Tennessee Electric Membership/Fra	3,027
New Mexico Utilities, Inc.	93
PEPCO (Potomac Electric Power Company)	49,300
TEMUA	22
TEMUA	97
Tupelo Water & Light Dept	100
TXU Energy/100001	27,380
Total	\$ 829,292

CASE NAME: CIRCUIT CITY STORES, INC., ET AL.
CASE NUMBER: 08-35653

ACCRUAL BASIS-7

MONTH: 1/1/2009 - 1/31/2009

QUESTIONNAIRE

	YES	NO
1. HAVE ANY ASSETS BEEN SOLD OR TRANSFERRED OUTSIDE THE NORMAL COURSE OF BUSINESS THIS REPORTING PERIOD?	X	
2. HAVE ANY FUNDS BEEN DISBURSED FROM ANY ACCOUNT OTHER THAN A DEBTOR IN POSSESSION ACCOUNT?		X
3. ARE ANY POSTPETITION RECEIVABLES (ACCOUNTS, NOTES, OR LOANS) DUE FROM RELATED PARTIES?	X	
4. HAVE ANY PAYMENTS BEEN MADE ON PREPETITION LIABILITIES THIS REPORTING PERIOD?	X	
5. HAVE ANY POSTPETITION LOANS BEEN RECEIVED BY THE DEBTOR FROM ANY PARTY?	X	
6. ARE ANY POSTPETITION PAYROLL TAXES PAST DUE?		X
7. ARE ANY POSTPETITION STATE OR FEDERAL INCOME TAXES PAST DUE?		X
8. ARE ANY POSTPETITION REAL ESTATE TAXES PAST DUE?	X	
9. ARE ANY OTHER POSTPETITION TAXES PAST DUE?	X	
10. ARE ANY AMOUNTS OWED TO POSTPETITION CREDITORS DELINQUENT?	X	
11. HAVE ANY PREPETITION TAXES BEEN PAID DURING THE REPORTING PERIOD?	X	
12. ARE ANY WAGE PAYMENTS PAST DUE?		X

IF THE ANSWER TO ANY OF THE ABOVE QUESTIONS IS "YES," PROVIDE A DETAILED EXPLANATION OF EACH ITEM. ATTACH ADDITIONAL SHEETS IF NECESSARY.

- During January 2009, the company sold assets outside of the normal course of business as part of its liquidation proceedings, including a corporate jet.
- Intercompany transactions in the ordinary course of business have given rise to postpetition receivables.
- Payments on prepetition liabilities have been made pursuant to motions granted by the Bankruptcy Court.
- The debtors entered into a debtor-in-possession revolving credit facility on 11/12/08 and drew on that facility during the period covered by this report. Additionally, during January 2009, the company amended the DIP credit facility as a result of its liquidation proceedings.
- Certain real estate taxes are passed through to the debtors from the landlords. These real estate taxes for the period 11/10/2008 through 11/30/2008 are past due.
- Certain business license taxes that covered both prepetition and postpetition periods were due on or before 12/31/2008 but were not paid.
- The rent for active store leases owned for the period 11/10/2008 through 11/30/2008 is past due; these payments are being held pursuant to a Court order. In addition, due to the liquidation proceedings, the debtors are currently reconciling amounts due to post-petition creditors, which has slowed creditor payments.
- Pursuant to motions granted by the Bankruptcy Court, the debtors have paid prepetition sales and payroll taxes.

INSURANCE

	YES	NO
1. ARE WORKER'S COMPENSATION, GENERAL LIABILITY AND OTHER NECESSARY INSURANCE COVERAGES IN EFFECT?	X	
2. ARE ALL PREMIUM PAYMENTS PAID CURRENT?		X
3. PLEASE ITEMIZE POLICIES BELOW:		

IF THE ANSWER TO ANY OF THE ABOVE QUESTIONS IS "NO," OR IF ANY POLICIES HAVE BEEN CANCELLED OR NOT RENEWED DURING THIS REPORTING PERIOD, PROVIDE AN EXPLANATION BELOW. ATTACH ADDITIONAL SHEETS IF NECESSARY.

- Self-insurance assessments for California due in January were not paid as of 1/31/09.

INSTALLMENT PAYMENTS			
TYPE OF POLICY	CARRIER	PERIOD COVERED	PAYMENT AMOUNT & FREQUENCY
Commercial General Liability	Old Republic Insurance Co.	10/1/08 - 10/1/09	\$141,622 paid at inception & \$141,292 due on 04/01/09
Auto Liability	Old Republic Insurance Co.	10/1/08 - 10/1/09	\$181,882 paid at inception & \$180,457 due on 04/01/09
Aircraft Liability	Global Aerospace, Inc.	9/17/08 - 9/17/09	\$78,340 paid at inception
Excess Liability - Layer 1	National Union Fire Ins. Co.	10/1/08 - 10/1/09	\$513,000 paid at inception
Excess Liability - Layer 2	Lexington Insurance Co.	10/1/08 - 10/1/09	\$86,912.50 paid at inception
Excess Liability - Layer 3	Great American Insurance Co.	10/1/08 - 10/1/09	\$60,600 paid at inception
Excess Liability - Layer 4	Fireman's Fund Insurance Co.	10/1/08 - 10/1/09	\$45,000 paid at inception
Excess Liability - Layer 5	Great American Assurance Co.	10/1/08 - 10/1/09	\$37,500 paid at inception
Excess Liability - Layer 6	St. Paul Fire and Marine Insurance Co.	10/1/08 - 10/1/09	\$37,400 paid at inception
Excess Liability - Layer 7	Ohio Casualty Insurance Co.	10/1/08 - 10/1/09	\$30,805 paid at inception
Workers' Compensation & Employer's Liability	Old Republic Insurance Co.	10/1/08 - 10/1/09	\$464,615 paid at inception & \$264,229 due on 04/01/09
Excess Workers' Compensation	Old Republic Insurance Co.	10/1/08 - 10/1/09	\$63,874 paid at inception & \$63,874 due on 04/01/09
Self Insured Workers' Compensation States:			
California	Department of Industrial Relations - SIP	ongoing	\$53,550 paid in July 2008 and \$94,830 due in January 2009
Ohio	Ohio Bureau of Workers' Compensation	ongoing	\$2,442 est. due in February 2009
Washington	Washington Self-Insured Assessments	ongoing	paid quarterly - \$67,127 paid to date and est. \$22,375 due in February 2009
Monopolistic State Workers' Compensation Policies:			
Wyoming	Wyoming State WC Premium	ongoing	paid quarterly - \$15,744 paid through February 2009
Foreign Liability Package	National Union Fire Ins. Co.	1/1/08 - 1/1/09	\$6,158 paid at inception
Business Travel Accident	Zurich American	8/1/08 - 8/1/09	\$41,232 paid at inception
Fiduciary	Chubb Group	12/1/08 - 12/1/09	\$145,000 paid at inception
Fiduciary Excess	Arch	12/1/08 - 12/1/09	\$121,800 paid at inception
Crime	Chubb Group	12/1/08 - 12/1/09	\$75,000 paid at inception
Kidnap and Ransom	Chubb Group	12/1/08 - 12/1/09	\$5,000 paid at inception
D&O (Traditional) - Primary	AIG	12/1/08 - 12/1/09	\$185,000 paid at inception
D&O (Traditional) - Layer 1	ACE	12/1/08 - 12/1/09	\$166,500 paid at inception
D&O (Traditional) - Layer 2	XL	12/1/08 - 12/1/09	\$150,000 paid at inception
D&O (Traditional) - Layer 3	Valiant	12/1/08 - 12/1/09	\$135,000 paid at inception
D&O (Traditional) - Layer 4	AWAC	12/1/08 - 12/1/09	\$115,000 paid at inception
Runoff D&O - Primary	CNA	12/1/08 - 12/1/14	\$1,177,500 paid at inception
Runoff D&O - Layer 1	Chubb Group	12/1/08 - 12/1/14	\$487,500 paid at inception
Runoff D&O - Layer 2 (Year 1)	Great American	12/1/08 - 12/1/14	\$240,000 paid at inception
Runoff D&O - Layer 2 (Years 2 - 6)	Axis	12/1/08 - 12/1/14	\$240,000 paid at inception
Runoff D&O - Layer 3	Travelers	12/1/08 - 12/1/14	\$822,000 paid at inception
Runoff D&O - Layer 4	Axis	12/1/08 - 12/1/14	\$698,700 paid at inception
Runoff D&O - Layer 5	RSUI	12/1/08 - 12/1/14	\$589,050 paid at inception
Runoff D&O - Layer 6	Arch	12/1/08 - 12/1/14	\$540,000 paid at inception
Runoff D&O - Layer 7 (Side A DIC)	XL	12/1/08 - 12/1/14	\$1,275,000 paid at inception
Runoff D&O - Layer 8	Chubb Group	12/1/08 - 12/1/14	\$375,000 paid at inception
Property - Boiler & Machinery	Continental Casualty Company	8/15/08 - 8/15/09	\$31,734 paid at inception
Property - Stock/Throughput/Ocean Cargo	National Liability & Fire	9/5/08 - 8/15/09	\$91,845 paid at inception
Property - All Risk	Lexington, Axis, Lloyds of London, Liberty, GEP, Glacier Ins AG, State National, Princeton Excess, Industrial Risk, Lancashire, Landmark AmeriCNA, & Integon Specialty	8/15/08 - 8/15/09	\$2,750,701.66 paid at inception